Andrew G. Dietderich John L. Hardiman David R. Zylberberg Veronica W. Ip SULLIVAN & CROMWELL LLP 125 Broad Street New York, New York 10004 Telephone: (212) 558-4000

Facsimile: (212) 558-3588

E-mail: dietdericha@sullcrom.com

> hardimanj@sullcrom.com zylberbergd@sullcrom.com

ipvw@sullcrom.com

Counsel for TerraForm Power, Inc. and TerraForm Global, Inc.

UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK

In re:)	Chapter 11
SUNEDISON, INC., et al.,)	Case No. 16-10992 (SMB)
	Debtors.)	(Jointly Administered)
))	

AFFIDAVIT OF SERVICE

I, VERONICA W. IP, am over 18 years of age, not a party to the above-captioned action, and on November 29, 2016, I caused to be served the Objection of the Yieldcos to the Motion of Official Committee of Unsecured Creditors for (I) Leave, Standing and Authority to Commence and Prosecute Certain Claims and Causes of Action on Behalf of Debtors' Estates and (II) Settlement Authority [Docket No. 1684] by causing a true and correct copy to be:

> delivered via electronic mail and first class mail to the parties listed on the 1. annexed Exhibit A,

- 2. delivered via first class mail to the parties listed on the annexed Exhibit B, and
- 3. delivered by hand to the party listed on the annexed Exhibit C.

Dated: November 29, 2016 New York, New York /s/ Veronica W. Ip
Andrew G. Dietder

Andrew G. Dietderich John L. Hardiman David R. Zylberberg Veronica W. Ip

SULLIVAN & CROMWELL LLP

125 Broad Street

New York, New York 10004 Telephone: (212) 558-4000 Facsimile: (212) 558-3588

E-mail: dietdericha@sullcrom.com

hardimanj@sullcrom.com zylberbergd@sullcrom.com ipvw@sullcrom.com

Counsel for TerraForm Power, Inc. and TerraForm Global, Inc.

Exhibit A

Delivered via Electronic Mail and First Class Mail

Counsel for the Debtors:

Skadden, Arps, Slate, Meagher & Flom LLP Attn: Jay Goffman and Eric Ivester 4 Times Square New York, NY 10036 jay.goffman@skadden.com eric.ivester@skadden.com

and

Attn: James J. Mazza, Jr. and Louis Chiappetta 155 N. Wacker Drive, Suite 2700 Chicago, IL 60606 james.mazza@skadden.com louis.chiappetta@skadden.com

Counsel for the DIP Arrangers and DIP Agent:

White & Case LLP Attn: Scott Greissman 1155 Avenue of the Americas New York, NY 10036-2787 sgreissman@whitecase.com

Counsel for the Prepetition First Lien Agent:

Latham & Watkins, LLP Attn: Richard Levy and Brad Kotler 330 North Wabash Avenue, Suite 2800 Chicago, IL 60611 richard.levy@lw.com brad.kotler@lw.com

Counsel for the Tranche B Lenders and the Steering Committee:

Akin Gump Strauss Hauer & Feld, LLP Attn: Arik Preis, Daniel H. Golden, Kristine Manoukian and Deborah Newman One Bryant Park New York, NY 10036 apreis@akingump.com dgolden@akingump.com kmanoukian@akingump.com djnewman@akingump.com

Counsel for the Second Lien Administrative Agent:

Pillsbury Winthrop Shaw Pittman LLP Attn: Daniel S. Brown 1540 Broadway New York, NY 10036 daniel.brown@pillsburylaw.com

Counsel for the Collateral Trustee to the Prepetition Second Lien Credit Agreement:

Wilmer Cutler Pickering Hale and Dorr LLP
Attn: Andrew Goldman, Esq., Andrew Glantz, Esq., Charles Platt, Esq., Lauren
Lifland, Esq.
7 World Trade Center
250 Greenwich Street
New York, NY 10007
andrew.goldman@wilmerhale.com
andrew.glantz@wilmerhale.com
charles.platt@wilmerhale.com
lauren.lifland@wilmerhale.com

and

Attn: Benjamin Loveland, Esq. 60 State Street Boston, MA 02109 benjamin.loveland@wilmerhale.com

and

Attn: Nancy Manzer, Esq. 1875 Pennsylvania Avenue NW Washington, DC 20006 nancy.manzer@wilmerhale.com

<u>Counsel for the Ad Hoc Group of Convertible Noteholders:</u>

White & Case LLP Attn: Tom Lauria 1155 Avenue of the Americas New York, NY 10036-2787

tlauria@whitecase.com

Counsel for the Official Committee of Unsecured Creditors:

Weil, Gotshal & Manges LLP
Attn: Matthew S. Barr, David J. Lender, Jonathan D. Polkes, Joseph H. Smolinsky and Jill Frizzley
767 Fifth Avenue
New York, NY 10153-0119
SunEWeilBFR@weil.com
joshua.amsel@weil.com
matt.barr@weil.com
david.lender@weil.com
joseph.smolinsky@weil.com
jill.frizzley@weil.com

and

Morrison & Foerster LLP
Attn: Lorenzo Marinuzzi, Jennifer Marines and Jonathan I. Levine
250 West 55th Street
New York, NY 10019
lmarinuzzi@mofo.com
jmarines@mofo.com
jonlevine@mofo.com

Office of United States Trustee:

Office of the United States Trustee Attn: Paul Schwartzberg U.S. Federal Office Building 201 Varick Street, Suite 1006 New York, New York 10014 paul.schwartzberg@usdoj.gov

The Securities and Exchange Commission:

Attn: Bankruptcy Department 200 Vesey Street, Suite 400 New York, NY 10281 bankruptcynoticeschr@sec.gov

Exhibit B

Delivered via First Class Mail

The Debtors:

SunEdison, Inc. 13736 Riverport Drive Maryland Heights, MO 63043

Office of the United States Attorney for the Southern District of New York:

86 Chambers Street, 3rd Floor New York, NY 10007

The Internal Revenue Service:

Attn: District Director 290 Broadway New York, NY 10007

Exhibit C

Delivered by Hand

The Honorable Stuart M. Bernstein United States Bankruptcy Court Southern District of New York One Bowling Green New York, New York 10004